

# EXHIBIT “C”

**FAMILY OFFICE GROUP, LLC**  
**FIRM HANDBOOK**

## WELCOME

The Management of Family Office Group, LLC is happy to welcome you as an employee.

We believe you have made a good decision in choosing us as the firm you would like to work with.

The following information is intended to provide you with some background on the Firm, its philosophy and office policies.

We expect your experience here will be a positive one and we wish you the best in your professional pursuits.

Peter Graf

Peter J. Repetti

John R. Repetti

## HISTORY OF THE FIRM

**Family Office Group, LLC** is a multi family office serving the needs of affluent individuals, their families and their closely held businesses. Family Office offers “hi-touch” accounting, bookkeeping and concierge services to its clientele.

**Family Office** was founded formally eight years ago although its affiliate firm, Graf Repetti & Co., LLP has been providing Family Office services to its clients for more than half a century.

#### ASSIGNMENTS:

All employees are expected to notify the office by phone no later than 9:00am of their status/whereabouts for the day. When in the office, employees leaving the floor for any reason should inform the receptionist of their whereabouts and their expected time they will return to the office. When the employee returns to their office, they should inform the receptionist they have returned. This procedure will enable the receptionist to accurately handle incoming calls.

In addition employees must use the On-Time Software to keep track of their appointments. This will also assist the receptionist in handling the calls accurately.

#### ATTENDANCE AND PUNCTUALITY:

Employees should report to work at their scheduled time. Please call the Office Manager in the morning if you are going to be out sick or you will not be able to make it to the office on time. If unable to reach the Office Manager please leave a message on the main switchboard phone.

Just as employees are expected to be at work on time, the Firm expects employees to work until the close of the business day. It is expected that employees will conduct personal affairs outside of working hours. Request for permission to leave early will be treated on an exception basis. For time reporting purposes you should enter any time not worked during normal business hours against either vacation, holidays or sick/personal time. An employees' attendance record is a factor taken into consideration in performance review.

#### BUSINESS ETHICS AND CONDUCT:

The successful business operation and reputation of FOG is built upon the principles of fair dealing and ethical conduct of our employees. Our reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity.

The continued success of FOG is dependent upon our clients' trust and we are dedicated to preserving that trust. Employees owe a duty to FOG, its clients, and Partners to act in a way that will merit their continued trust and confidence.

FOG will comply with all applicable laws and regulations and expects its' staff to conduct business in accordance with the letter, spirit and intent of all relevant laws and to refrain from any illegal, dishonest, or unethical conduct.

In general, the use of good judgment, based on high ethical principles, will guide you with respect to lines of acceptable conduct. If a situation arises where it is difficult to

determine the proper course of action, the matter should be discussed openly with the partner on the job or management, for advice and consultation.

Compliance with this policy of business ethics and conduct is the responsibility of every FOG Employee. Disregarding or failing to comply with this standard of business ethics and conduct could lead to disciplinary action, up to and including possible termination of employment.

#### **CLIENT UPDATES:**

It is the responsibility of the professional staff to inform the Office Manager and billing department if there is a change in a clients' status or any other pertinent client information, such as, but not limited to, new client, no longer a client, change of address, change of contact, deceased client, etc.

#### **COBRA:**

COBRA information will be provided upon termination and under other certain conditions. See Office Manager for details.

#### **COMPUTERS:**

Each employee is responsible for maintaining and safeguarding any computer, laptop computer, or other firm property in their possession.

The Firm also requests that employees do not load their computers with unnecessary graphics, screen savers, etc. as this diminishes the capacity of the computer and slows down production.

#### **CONFIDENTIAL MATTERS OF THE FIRM:**

Confidential matters of the Firm such as compensation, fees and billing rates should not be discussed with clients. Confidentiality of client matters is similarly important. No client information may be discussed with anyone not on the client team.

#### **CPA TEST**

We encourage our professional staff to take and pass the CPA exam as soon as possible. In this regard any employee who wishes to take the CPA test, time spent taking the test will not be charged against the employees vacation or personal/sick days.

#### **CPE COURSES:**

Only under special circumstances are outside courses permitted, and in these cases, must be approved by management. Our CPE program consists of share-a-course,

home study courses or in-house seminars. Please see the Office Manager for a list of courses offered.

It is the responsibility of the CPA to keep their license in force. The Office Manager monitors CPE compliance. Upon completion of the course, please provide a copy of the certificate to the Office Manager.

#### **DRESS CODE:**

We expect all personnel to dress in a manner consistent with the high degree of professionalism that is the Firm's standard in all matters. The Firm reserves the right to ultimately define what is and is not considered appropriate.

Unless otherwise noted the firm adheres to a Professional business attire dress code. Professional business attire is normally considered to be a suit for men and equivalent attire for women. During the summer, business casual dress code will be considered and this consists of slacks, shoes, and collared shirts and equivalent attire for women. The Firm will adhere to the business casual dress code on Fridays, all year. If you are meeting a client, then the Professional Business attire dress code applies. All professional personnel should be ready to see a client at a moments notice therefore you are required to have a suit at your disposal. Sneakers, (unless a medical condition applies) and jeans are never permitted (except on Saturdays and other posted days). Should a medical necessity warrant the wearing of sneakers, a doctor's note should be on file with the Office Manager, stating the necessity.

Our dress code policy will be strictly enforced. Violators will be asked to leave the office and return properly attired, and will be docked for the time lost.

#### **EMPLOYMENT BY CLIENTS:**

No staff member may be employed or engaged by a client in an individual capacity separate and apart from the Firm's association with such client.

#### **E-MAIL:**

E-Mail is provided to our employees for use only in Firm related activities.

#### **EMPLOYMENT REFERENCE CHECKS:**

To ensure that individuals who join FOG are well qualified and have a strong potential to be productive and successful, it is the policy of FOG to check the employment references of all applicants.

The Office Manager will respond in writing only to those reference check inquiries that are submitted in writing. Responses to such inquiries will confirm only dates of employment, wage rates, and position(s) held. No employment data will be

released without a written authorization and release signed by the individual who is the subject of the inquiry.

#### **EQUAL EMPLOYMENT OPPORTUNITY:**

In order to provide equal employment opportunity and advancement opportunities to all individuals, employment decisions at FOG will be based on merit, qualification, and abilities. FOG does not discriminate in employment opportunities or practices on the basis of race, color, religion, sex, sexual preference, national origin, age, or any other characteristic protected by laws.

The policy governs all aspects of employment, including selection, job assignment, compensation, discipline, termination, and access to benefits and training.

Any employee who has questions or concerns about any type of discrimination in the workplace is encouraged to bring these issues to the attention of management. Employees can raise concerns and make reports without fear or reprisal. Anyone found to be engaging in any type of unlawful discrimination will be subject to disciplinary action, up to and including termination of employment.

#### **EXPENSE REPORTS:**

An expense report, prepared by the employee and generated by CPA Software, for any out-of-pocket expenses including but not limited to automobile mileage, should be submitted along with receipts to the Office Manager for payment. Expense reports should be submitted monthly, for processing no later than 3 days prior to payment. Payment of expenses will be given to the employee with the scheduled payroll. If submittal is not made timely, reimbursement of expenses will be paid in the following month.

#### **401(K) PLAN:**

The Firm has a 401K plan in force. Upon joining the Firm, you will be provided with the Summary Plan Description and Enrollment Kit. If you are interested in joining our 401K Plan please fill out the required paperwork and return to the Office Manager for processing. Employees must meet eligibility requirements in order to participate. At this time the firm is not making contributions to the plan.

#### **GARNISHMENTS AND WAGE ASSIGNMENTS:**

FOG will comply with all legal requirements in dealing with demands from creditors or others to withhold money from an employee's pay when the employee has failed to fulfill his or her financial obligations. All notices of intent, assignments, tax levies, and court summonses are to be directed to the Office Manager. The Office Manager will be responsible for initiating and monitoring all pay deductions, payments to creditors, and where necessary, handling information needed by attorneys.



## **GUIDELINES:**

Our policies regarding Anti-Discrimination and Anti-Sexual Guidelines are enforced (See Attached). Upon employment, and updated annually, employees are asked to read and sign our policy regarding these guidelines.

## **HOLIDAYS AND SICK DAYS**

### **a. Holidays:**

The firm observes the following holidays:

- New Years Day
- Memorial Day
- Independence Day
- Labor Day
- Thanksgiving
- Christmas

A list will be published each year with exact dates and any variations.

### **b. Additional Holidays:**

All full time employees will be entitled to 4 (four) additional holidays. For new hires, additional holidays will be pro-rated from date of employment. Additional holidays are not to be used in any combination with any vacation and/or compensating time. Additional holidays are not carried over to the new calendar year and will not be paid if unused.

### **c. Sick/Personal Time**

After a three-month initial employment period, each full-time employee is allowed a maximum of 4 (four) days per calendar year and only used for sick/personal time. During years of partial employment these days are prorated.

Sick/personal benefits will also include time used to visit doctors, dentists, etc. during our regular business hours. Sick/personal time is to be used for personal illness and not to extend a holiday or vacation time. If an Employee is out sick for three or more days during any period, a doctor's note verifying the illness may be required upon return to work.

Unused sick/personal days can be carried-over for 5 years.

Fulltime employees are entitled to the above holiday, additional holiday and sick/personal days, which total 14 days.

#### HOURS:

Normal working hours are, either 8:30am to 5:00pm or 9:00am to 5:30pm. Please advise the Office Manager as to which schedule you will be adhering to, unless otherwise assigned. Employees are expected to work no less than 37.5 hours per week. If working at a client's office, adhere to their business hours.

#### INCLEMENT WEATHER:

To meet clients' needs, FOG makes every attempt to remain open as scheduled and expects its employees to report to work each day that the Firm is open. Nonetheless, we recognize that employees need to make their own decisions regarding traveling in inclement weather. Therefore, if due to extreme weather conditions, an employee elects to stay home on a day when the office is open, the employee may use a personal day. Employees who do not use a personal day will be considered "unpaid excused". Employees who cannot reach our office or a client due to inclement weather should plan ahead to the fullest extent possible and bring work home on the preceding day.

On those occasions when an official state of emergency or national disaster has been declared, the Firm will use discretion in determining whether to close the office or to allow employees to leave early.

#### INDEPENDENCE:

Investing in stock and other securities of the Firm's clients by personnel is prohibited. Likewise, using any confidential knowledge of clients' affairs for personal financial gain or relating such knowledge to others outside the Firm is also prohibited.

#### INTERNET USAGE:

The Internet is provided to our employees for use only in Firm related activities.

#### INSURANCE:

##### a) Life Insurance:

A tag-along life insurance, which is part of the dental policy, is 1½ times your annual salary up to a maximum of \$75,000. Eligibility is 30 days of employment following the 1<sup>st</sup> of the month.

After six months of employment, and upon submitting an application, all full-time employees are covered under our group term AICPA Life insurance policy for three times annual salary, up to a maximum of \$150,000.

**b) Major Medical And Dental Benefits:**

The firm has major medical, hospitalization, which at present is provided by Oxford. The firm also provides dental coverage and at present our carrier is GE Financial. Employees are eligible after 30 days of employment following the 1<sup>st</sup> of the month.

**c) Travel Insurance:**

Eligibility immediately – Business travel offsite insurance, based on class of service. See Office Manager for details.

**d) Workmen's Compensation:**

The Firm expects all employees to follow basic rules of safety at all times. If you are injured on the job and require immediate medical attention, contact the Office Manager in order to assure appropriate medical treatment. No matter how slight, all injuries and illnesses occurring on the job or on Firm property must be reported to the Office Manager immediately. Worker's compensation benefits are available for on-the-job injuries but benefits are not provided for injuries during voluntary off duty recreational activities, even if sponsored by the Firm.

**e) Short-Term Disability.**

Must be employed for four consecutive weeks prior to claim for STD. Maximum benefit is \$170 a week for a maximum of 26 weeks. 7 day waiting period for which no benefits are paid. Payroll deduction of \$1.30 per pay period, remainder of premium paid for by the firm.

**JURY DUTY:**

The Firm recognizes the civic responsibility to serve on jury duty when called. After one year of employment, full time employees will receive full salary for a maximum of one week, less the amount of jury fees received while you're on jury duty. If you're notified of the possibility of jury duty, please inform the partner in charge of scheduling immediately, so that your assignment may be rescheduled. The firm may request postponement of jury duty between February 1<sup>st</sup> and April 15<sup>th</sup> and October 1 to October 15<sup>th</sup>.

**LICENSES:**

A copy of your CPA any other professional licenses must be given to the Office Manager upon starting employment and updated according to renewal dates.

#### LUNCH HOURS:

Full time employees are provided with an hour for lunch. Lunch break should be taken between 12 noon and 2:00. Lunches should not be eaten in areas that are visible to clients or other visitors.

#### NEW BUSINESS REMUNERATION:

In order to encourage and reward all personnel who refer business to the Firm, a bonus will be paid in the amount of 10% of fees collected on annualized first year billings and 5% for the next 4 years, exclusive of expenses. Such bonus will be paid at the time receivables are collected by the Firm, and are subject to all payroll deductions.

#### NON-COMPETE AGREEMENT:

All new staff employees will be required to read and sign a non-compete agreement with the firm as a condition of their employment.

#### OFFICE SUPPLIES:

There is an order form located in the supply room. Please indicate item number, quantity and item ordering. Please place your initials next to your request.

No supplies will be reimbursed unless approved by management.

#### OPEN/CLOSED DOORS:

It is the general practice of people in this Firm to work with their doors open. Therefore, if a door is closed, you should assume that there is a meeting going on or that the individual does not wish to be interrupted. Remember, you can always leave a message on their voice mail, or if you prefer, you can email that person. If you knock on the door and no one answers, please do not open the door.

#### OVERTIME:

Clerical staff who work over 40 hours will be entitled to overtime at the rate of time and ½. Overtime is subject to management approval and must be approved in advance.

Professionals are exempt from overtime pay. All professional personnel are expected to work overtime during tax season and any other time of year should the need arise. (See tax season bonus)

#### **PASSWORDS:**

Any file belonging to the Firm should not be password protected. If you feel you would like your files password protected, please register your password with the Office Manager in case you are out of the office and we need to retrieve these files.

#### **PAYROLL:**

Employees are paid semi-monthly and is based on the employees' annual salary. FOG uses an outside payroll processor and direct deposit is available. All applicable deductions will be itemized on your payroll stub and you should review these deductions carefully. Any changes should be directed to the Office Manager. The employee is responsible for the accuracy of their deductions.

#### **PERSONNEL DATA CHANGES:**

It is the responsibility of each employee to promptly notify the Office Manager of any changes in personnel data. Personal mailing addresses, telephone numbers, number and names of dependents, individuals to be contacted in the event of an emergency, educational accomplishments, and other such status reports should be accurate and current at all times.

#### **PERSONNEL EVALUATIONS:**

All employees will be evaluated annually based on work performed through the year-end December 31<sup>st</sup>. Compensation review will be performed as a part of this process annually.

#### **PERSONAL TELEPHONE CALLS:**

Personal calls are discouraged and should be kept to a minimum (this includes the use of your personal cell phones). If it is necessary to make a personal call during business hours it should be kept brief. Whenever possible, such calls should be made during the lunch hour. Personal long distance calls are not to be made from the office.

Use a client's telephone with utmost discretion. Personal telephone calls, unless critical in nature, should **NOT** be made or received while on assignment. It is expected that you call our office upon arrival to report your location and to call your mailbox later for messages. After receiving your message you should inform the client that you would like to use the phone to return calls. The client should not be charged for this time. If you are unable to reach any of your callers, leave a message that you will call back. Do not leave the client's telephone number.

When business toll calls are made from a client's office, request that the call be charged directly to the Firm's telephone number.

#### **RADIOS:**

Radios should not be played in common work areas. Those staff people sharing offices must have the consent of any other person sitting in the room if they wish to play a radio.

We are host to many clients, bankers and other professionals in our office, and as they walk around the Firm it is distracting and unprofessional to hear radios playing.

#### **RECEPTION AREA:**

A first impression is very important. Therefore the reception area should be kept clean at all times. Eating or congregating at the front desk is prohibited.

#### **RECRUITMENT FOR STAFF:**

In our continued effort to hire quality personnel and at the same time reduce the fees we pay to employment agencies, we encourage referral of appropriate people who are seeking positions for either the professional or administrative staff. The referral should have at least two years of work experience.

If the professional person referred is hired and remains employed for three months, the Firm will issue a placement fee of \$2,500 for a manager and \$1,500 for a staff person. For the administrative person hired, the Firm will issue you a placement fee of \$500. This placement fee is subject to payroll deductions.

#### **RELATIONSHIP WITH CLIENTS:**

Each member of the staff is a representative of the Firm. It is important that all contact with clients and business associates bring credit to the Firm. Staff members should bear in mind that neatness, propriety of dress, behavior, habits and general attitude are all elements of the impressions made upon clients and others. You should present a professional, businesslike and dignified appearance at all times.

#### **SOCIETY DUES:**

The firm pays for dues for the AICPA and one state society after one year of employment.

#### **TAX SEASON:**

##### **a) Guidelines:**

During tax season, February 1<sup>st</sup> through April 15<sup>th</sup>, the professional staff is expected to work no less than 2 nights per week, for a minimum of 2 ½ hour per night, and at least 7½ hours on Saturday.

**b) Tax Season**

Tax season bonus will be given to professional staff that adheres to our tax season guidelines.

**c) Time in lieu of Bonus:**

In lieu of tax season bonus, Employees can take time off, subject to management approval. However, The first 25 hours of overtime must be banked as "Leisure Time" for use as compensatory time off during non-peak periods. One overtime report should be printed for the period covering January 1 through April 15. This report must be submitted to the Office Manager after the third Sunday in April.

Overtime earned in excess of the first 25 hours may be banked and taken as additional compensatory time or be paid to you as a cash bonus, at the discretion of management.

**d) Overtime Meals:**

The firm will provide dinner for employees who work in excess of 10 hours a day. Bagels and donuts will be provided on Saturday during tax season.

**TERMINATION:**

Upon termination from employment, you must return keys as well as your security-building pass, and any other items belonging to the Firm, including but not limited to laptop computers, audit bags, etc. All passwords must be given to the Office Manager upon leaving the Firm, including telephone codes.

Upon leaving the firm you will be given your health insurance options as well as your 401K transfer papers.

Any money due you will be processed during the normal payroll cycle and will be deposited in your account unless otherwise stated, or you do not have direct deposit in place. No payroll check will be released to another individual unless written authorization is received.

All employees are responsible for updating their addresses by the last working day. This information will affect the mailing of final checks and W-2 statements.

**TIME KEEPING:**

All employees are responsible for entering their time and expenses into CPA Software (our time and billing system). All time must be recorded **DAILY**, 7 ½ hours or more for a minimum weekly total of 37 ½ hours or more. If you are out of the office on an extended engagement, and unable to enter your time daily, then upon your return your



time must be entered. As professionals we are required to put in as many hours it is required to complete the work at hand, and Employees should not expect to leave early because they worked extra hours during the week. Therefore please conform to the Firm's work schedule of either 8:30am to 5:00pm or 9:00am to 5:30pm unless your workload dictates longer hours.

Accurate time and billing is a key to our success with managing each client's engagement. Each Employee is assigned an hourly rate and the clients, with exceptions, are billed according to the time employees have spent on the clients' engagement. The time records will include the specific task (work code), client name and hours worked. All overtime, vacation, holidays, and sick/personal, etc. should be included in the time records.

#### **USE OF PERSONAL CAR:**

Employees are reimbursed for authorized business usage of automobiles, at the prevailing IRS rates. Reasonable authorized parking and tolls are reimbursed when incurred and submitted with proper documentation. Employees are responsible for insurance under applicable laws of their personal vehicle.

#### **VACATION:**

Vacation is to be accrued on a monthly basis beginning with the third month of employment. In the first year, vacation time will accrue at a rate of 1 day per month. Full-time employees are eligible for 2 weeks of paid vacation time after their first year with the firm. After 5 years of employment you are entitled to 3 weeks vacation.

Vacation requests must be submitted in writing and approved by a partner. In addition, vacation is limited to a two-week interval. Permission to take all three weeks at one time is subject to workload and must be approved in advance by a partner.

Vacation is coordinated and priority is given to the employee who first requests the vacation time. Vacation will not be granted between December 30<sup>th</sup> through January 15<sup>th</sup> (if needed for inventory observation), January 15<sup>th</sup> through April 15<sup>th</sup>, September 1<sup>st</sup> through September 15<sup>th</sup>, and October 1<sup>st</sup> through October 15<sup>th</sup>. Check with a partner before you finalize vacation plans.

Unused vacation can only be carried over for one year.

#### **YEAR END BONUS:**

Year-end bonus is at the discretion of management.



## ACKNOWLEDGEMENT

I hereby acknowledge that Family Office Group, LLC Employee Handbook is intended to give a general overview of the Firm and information regarding Firm policies and benefits and that because we operate in a dynamic industry, any or all of the policies and benefit programs and welfare plans in effect at any time may be revised, suspended, or eliminated by the Firm in response to business needs or changing legal requirements. Executive Management shall have the sole discretion, authorization and responsibility to interpret all procedures of this handbook and determine any questions arising there under. All such interpretations and determinations shall be final and binding by management.

I understand that the Firm requires complete access at all times to all Firm files and systems, and my personal files are not to be intermingled with Firm files, nor are confidential personal matters to be placed on the Firm's word processing and computer systems, electronic mail system or voice mail system. Since access may be required during my absence, as well as for maintenance and control, even when I am on the Firm's premises, and may be obtained by Management of the Firm (including from a remote location and without my knowledge or consent), I cannot consider my use of the Firm's Computer and Communications systems and files as confidential. Such systems and files belong to the Firm and the Firm requires unrestricted access to such systems and files, and their contents, at all times.

I have received a copy of Family Office Group, LLC Employment Handbook and acknowledge my obligation to read and understand its contents. I understand and agree that the handbook is intended to provide an overview of the Firm's personnel policies and does not necessarily represent all such policies in force. The Firm may, at any time, add, change or rescind any policy or practice at its sole discretion, without notice.

I further agree that the Firm's policies and practices do not create an express or implied contract or covenant of any type between the Firm and me, and that employment and compensation are for no fixed term and may be terminated by the Firm at any time with or without cause or notice. Similarly, I may resign at any time.

Date:

\_\_\_\_\_  
Employee Name (Please Print)

\_\_\_\_\_  
Employee Signature

FAMILY OFFICE GROUP, LLC

ANTI DISCRIMINATION GUIDELINES

It is the Company's intent to provide Equal Opportunity for all persons in employment. It is the policy of the Company that all qualified applicants for employment will be recruited, hired, and assigned on the basis of merit without regard to race, creed, color, sex, age, national origin, disability or Vietnam Era Veteran status. The employment policies and practices of the company have been, and will continue, to ensure that all qualified employees are treated equally with no discrimination in compensation, opportunities, for advancement (including promotions and transfers), training and discipline based on race, creed, color, sex, sexual orientation, age, national origin, disability or Vietnam Era Veteran status.

The Company will not condone, permit nor tolerate discrimination as described above against employee in any manner whatsoever. Persons who engage in such discrimination will be subject to appropriate discipline up to and including termination of his/her employment.

The office manager and/or partners that receive complaints about discrimination or who are made aware of conduct constituting discrimination are immediately required to notify either Peter Graf or Peter Repetti.

All complaints will be investigated promptly, and the existence and nature of your complaint will be disclosed only to the extent necessary to make a prompt and thorough investigation or as may be necessary to take appropriate corrective measures. In all cases, the person who initiated this procedure will be informed of the findings and disposition of the matter at the conclusion of the investigation. Further, management will ensure that there is no coercion, retaliation, intimidation, or harassment directed against any employee who registered a complaint or serves as a witness on behalf of another employee.

The prohibitions against unlawful discrimination also may apply to non-employees with whom our employees come into contact in connection with their employment with us. Consequently, if you feel discriminated against by a non-employee on connection with your employment, you should use the procedure outlined above.

Received this 3 day of Dec , 2004



Family Office Group, LLC

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ANTI DISCRIMINATION GUIDELINES

It is the Company's intent to provide Equal Opportunity for all persons in employment. It is the policy of the Company that all qualified applicants for employment will be recruited, hired, and assigned on the basis of merit without regard to race, creed, color, sex, age, national origin, disability or Vietnam Era Veteran status. The employment policies and practices of the company have been, and will continue, to ensure that all qualified employees are treated equally with no discrimination in compensation, opportunities, for advancement (including promotions and transfers), training and discipline based on race, creed, color, sex, sexual orientation, age, national origin, disability or Vietnam Era Veteran status.

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The office manager and/or partners that receive complaints about discrimination or who are made aware of conduct constituting discrimination are immediately required to notify either Peter Graf or John Repetti.

All complaints will be investigated promptly, and the existence and nature of your complaint will be disclosed only to the extent necessary to make a prompt and thorough investigation or as may be necessary to take appropriate corrective measures. In all cases, the person who initiated this procedure will be informed of the findings and disposition of the matter at the conclusion of the investigation. Further, management will ensure that there is no coercion, retaliation, intimidation, or harassment directed against any employee who registered a complaint or serves as a witness on behalf of another employee.

The prohibitions against unlawful discrimination also may apply to non-employees with whom our employees come into contact in connection with their employment with us. Consequently, if you feel discriminated against by a non-employee on connection with your employment, you should use the procedure outlined above.

Received this 8 day of Dec. , 2005

Signature: Paola B. Colon

Print: Paola B. Colon

## FAMILY OFFICE GROUP, LLC

## ANTI-SEXUAL HARASSMENT GUIDELINES

It is the Company's intent to provide a working environment for all employees, which is free from sexual harassment.

Sexual harassment is a form of illegal sex discrimination, which the Company will not tolerate. Sexual harassment does not refer to occasional compliments of socially acceptable nature. It refers to behavior that is unwelcome, personally offensive, and which interferes with our work effectiveness. The regulations of the Equal Employment Opportunity Commission defines unlawful sexual harassment as follows:

"Unwelcome sexual advances, request for sexual favors, and other verbal or physical conduct of a sexual nature, whether by a male or female, constitute sexual harassment when (1) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment, (2) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affect such individual, or (3) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment". Examples of the conduct referred to in (3), If unwelcome, may include (but are not limited to); sexual bantering; off-color language or jokes; sexual flirtations; advances, or propositions; requests for sexual favors; verbal abuse of a sexual nature; verbal commentaries about an individuals' body; sexually-degrading words used to describe individuals; displays of sexually suggestive objects or pictures; and using sexually oriented or degrading gestures of other non-verbal communications.

The Company will not condone, permit nor tolerate sexual harassment of employees in any manner whatsoever. Persons who engage in such harassment will be subject to appropriate discipline up to and including termination of his/her employment.

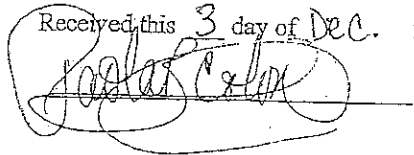
Employees who believe they have been subject to sexual harassment should immediately bring it to the attention of the office manager or one of the partners. Similarly, if you have any questions as to whether certain conduct is unlawful discrimination or harassment, you are encouraged to speak with either of the individuals mentioned above. This is particular true when it comes to sexual harassment, where what is offensive to one person may not be offensive to another. Consequently, it is important that you let your feelings be known.

The office manager or one of the partners who receive complaints about sexual harassment or who are made aware of conduct constituting sexual harassment are immediately required to notify either Peter Graf or Peter Repetti.

All complaints will be investigated promptly, and the existence and nature of your complaint will be disclosed only to the extent necessary to make a prompt and thorough investigation or as may be necessary to take appropriate corrective measures. In all cases, the person who initiated this procedure will be informed of the findings and disposition of the matter at the conclusion of the investigation. Further, management will ensure that there is no coercion, retaliation, intimidation, or harassment directed against any employee who registered a complaint or serves as a witness on behalf of another employee.

The prohibitions against unlawful discrimination and harassment also may apply to non-employees with who our employees come into contact in connection with their employment with us. Consequently, if you feel discriminated against or harassed (sexually or otherwise) by a non-employee in connection with your employment, you should use the procedures outlined above.

Received this 3 day of Dec. 2004.




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It is the Company's intent to provide a working environment for all employees, which is free from sexual harassment.

Sexual harassment is a form of illegal sex discrimination, which the Company will not tolerate. Sexual harassment does not refer to occasional compliments of socially acceptable nature. It refers to behavior that is unwelcome, personally offensive, and which interferes with our work effectiveness. The regulations of the Equal Employment Opportunity Commission defines unlawful sexual harassment as follows:

"Unwelcome sexual advances, request for sexual favors, and other verbal or physical conduct of a sexual nature, whether by a male or female, constitute sexual harassment when (1) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment, (2) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affect such individual, or (3) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment". Examples of the conduct referred to in (3), If unwelcome, may include (but are not limited to); sexual bantering; off-color language or jokes; sexual flirtations; advances, or propositions; requests for sexual favors; verbal abuse of a sexual nature; verbal commentaries about an individuals' body; sexually-degrading words used to describe individuals; displays of sexually suggestive objects or pictures; and using sexually oriented or degrading gestures of other non-verbal communications.

The Company will not condone, permit nor tolerate sexual harassment of employees in any manner whatsoever. Persons who engage in such harassment will be subject to appropriate discipline up to and including termination of his/her employment.

Employees who believe they have been subject to sexual harassment should immediately bring it to the attention of the office manager or one of the partners. Similarly, if you have any questions as to whether certain conduct is unlawful discrimination or harassment, you are encouraged to speak with either of the individuals mentioned above. This is particular true when it comes to sexual harassment, where what is offensive to one person may not be offensive to another. Consequently, it is important that you let your feelings be known.

The office manager or one of the partners who receive complaints about sexual harassment or who are made aware of conduct constituting sexual harassment are immediately required to notify either Peter Graf or John Repetti.

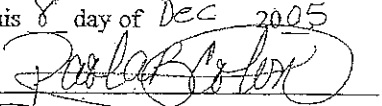
All complaints will be investigated promptly, and the existence and nature of your complaint will be disclosed only to the extent necessary to make a prompt and thorough investigation or as may be necessary to take appropriate corrective measures. In all cases, the person who initiated this procedure will be informed of the findings and disposition of the matter at the conclusion of the investigation. Further, management will ensure that there is no coercion, retaliation, intimidation, or harassment directed against any employee who registered a complaint or serves as a witness on behalf of another employee.

The prohibitions against unlawful discrimination and harassment also may apply to non-employees with who our employees come into contact in connection with their employment with us. Consequently, if you feel discriminated against or harassed (sexually or otherwise) by a non-employee in connection with your employment, you should use the procedures outlined above.

Received this 8 day of Dec 2005

Signature:

Print:

  
Paola B Colon